

ENTERED

August 17, 2021

Nathan Ochsner, Clerk

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
	§	
BASIC ENERGY	§	
SERVICES, INC., <i>et al.</i> ,	§	Case No. 21-90002 (DRJ)
	§	
Debtors. ¹	§	(Jointly Administered)
	§	(Related to ECF No. <u>28</u>)

**ORDER (I) AUTHORIZING DEBTORS TO (A) FILE A
CONSOLIDATED CREDITOR MATRIX, (B) A CONSOLIDATED LIST OF 30
LARGEST UNSECURED CREDITORS, AND (C) REDACT CERTAIN PERSONAL
IDENTIFICATION INFORMATION, (II) WAIVING THE REQUIREMENT TO
FILE A LIST OF EQUITY SECURITY HOLDERS, (III) APPROVING FORM AND
MANNER OF NOTIFYING CREDITORS OF COMMENCEMENT OF CHAPTER 11
CASES AND OTHER INFORMATION, AND (IV) GRANTING RELATED RELIEF**

Upon the motion, dated August 17, 2021 (the “**Motion**”)², of Basic Energy Services, Inc. and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), for entry of an order pursuant to section 107(c)(1)(A) of the Bankruptcy Code and Bankruptcy Rule 1007(a)(1) and (d) and 2002(d), the Debtors request (i) authority to (a) file the Consolidated Creditor Matrix, (b) the Consolidated Top 30 Creditors List, and (c) redact certain personal information; (ii) waiving the requirement to file a list of and provide notice directly to the Debtors’ equity security holders; (iii) approving the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Basic Energy Services, L.P. (1819); Basic Energy Services, Inc. (1194); C&J Well Services, Inc. (5684); KVS Transportation, Inc. (4882); Indigo Injection #3, LLC (7657); Basic Energy Services GP, LLC (1197); Basic Energy Services LP, LLC (1195); Taylor Industries, LLC (7037); SCH Disposal, L.L.C. (8335); Agua Libre Holdco LLC (3092); Agua Libre Asset Co LLC (1409); Agua Libre Midstream LLC (6701); and Basic ESA, Inc. (2279). The Debtors’ headquarters and service address for the purposes of these chapter 11 cases is 801 Cherry Street, Suite 2100, Fort Worth, Texas 76102.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

form and manner of notifying creditors of the commencement of the chapter 11 cases and other information; and (iv) related relief, all as more fully set forth in the Motion; and upon consideration of the First Day Declarations; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and all objections, if any, to the Motion have been withdrawn, resolved, or overruled; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors and their respective estates and creditors; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. The Debtors are authorized, but not directed, pursuant to section 107(c)(1)(A) of the Bankruptcy Code and Bankruptcy Rule 1007(a)(1) and (d), to file the Consolidated Creditor Matrix and a Consolidated Top 30 Creditors List.

2. The Debtors are authorized to redact certain personal information of creditors listed on the Consolidated Creditors Matrix and Consolidated Top 30 Creditors List; *provided, however*, that the Debtors shall provide an unredacted version of the Consolidated Creditor Matrix and Consolidated Top 30 Creditors List to this Court, the U.S. Trustee, and any statutory committee appointed in these chapter 11 cases upon request.

3. In the event a party in interest is required by the Bankruptcy Rules to serve the entire Creditor Matrix, such party may request that the Debtors direct their claims and noticing agent to provide service to any creditor if that creditor's information is redacted on the Consolidated Creditor Matrix, the Debtors must promptly give such direction, and the claims agent must comply with the direction.

4. Any requirement that Basic Energy Services, Inc. provide notice directly to equity security holders under Bankruptcy Rule 2002(d) is waived, and the Debtors are authorized to serve the notices required under Bankruptcy Rule 2002(d) on the registered holders of such Debtor's equity securities.

5. Basic Energy Services, Inc. shall file a Form 8-K with the U.S. Securities and Exchange Commission notifying equity holders of Basic Energy Services, Inc. of the filing of these chapter 11 cases and providing a link to the website relating to the Debtors' chapter 11 cases set up by the Debtors' claims and noticing agent.

6. As soon as is practicable following the date hereof, the Debtors shall cause the notices required under Bankruptcy Rule 2002(d) to be served on registered holders of Basic Energy Services, Inc. common stock, Series A Preferred Stock, and, to the extent reasonably practicable, serve all beneficial holders of common stock directly to the extent they are known or through the appropriate broker, Depository Trust Company participant, or other intermediary, to the extent a beneficial equity holder holds such equity interest through such intermediary.

7. The requirement that Basic Energy Services, Inc. file a list of its equity security holders pursuant to Bankruptcy Rule 1007(a)(3) is waived.

8. Any requirement that Basic Energy Services, Inc. provide notice directly to equity security holders under Bankruptcy Rule 2002(d) is waived.

9. No later than seven (7) business days after the entry of this Order or as soon as reasonably practicable, the Debtors shall serve the Notice of Commencement, substantially in the form attached hereto as **Exhibit 1**, on all parties listed on the Consolidated Creditor Matrix, on all parties who were served notice of the Motion, and shall publish the Notice once in the *Wall Street Journal*, the *Midland Reporter-Telegram* and the *Bakersfield Californian*. Service of the Notice of Commencement shall be deemed adequate and sufficient notice of: (i) the commencement of these chapter 11 cases and (ii) the scheduling of the meeting of creditors under section 341 of the Bankruptcy Code.

10. The Debtors shall cause the noticing agent to post the Notice of Commencement on the case website (<https://cases.primeclerk.com/basicenergy>) as soon as practicable.

11. The Debtors are authorized to take all actions necessary or appropriate to carry out the relief granted in this Order.

12. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Signed: August 17, 2021.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

Notice of Commencement

Information to identify the case:

Debtor: Basic Energy Services, Inc., et al. (see below for list of all Debtors)
NameEIN: 54-2091194United States Bankruptcy Court for the Southern District of Texas
(State)Date case filed for chapter 11: 08/17/2021
MM / DD / YYYYLead Case Number: 21-90002 (DRJ) (Joint Administration Requested)Official Form 309F1 (For Corporations or Partnerships)**Notice of Chapter 11 Bankruptcy Case**

10/20

For the debtor listed above, a case has been filed under chapter 11 of the Bankruptcy Code. An order for relief has been entered.

This notice has important information about the case for creditors and debtors, including information about the meeting of creditors and deadlines. Read both pages carefully.

The filing of the case imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtor or the debtor's property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtor. Creditors cannot demand repayment from the debtor by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk's office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at <https://pacer.uscourts.gov>).

The staff of the bankruptcy clerk's office cannot give legal advice.

Do not file this notice with any proof of claim or other filing in the case.

1. Debtors' full name(s) List of Jointly Administered Debtors	Debtor	EIN Number	Case Number
	Basic Energy Services, L.P.	75-2441819	21-90001 (DRJ)
	Basic Energy Services, Inc.	54-2091194	21-90002 (DRJ)
	C&J Well Services, Inc.	20-2535684	21-90003 (DRJ)
	KVS Transportation, Inc.	77-0244882	21-90004 (DRJ)
	Indigo Injection #3, LLC	80-1537657	21-90005 (DRJ)
	Basic Energy Services GP, LLC	54-2091197	21-90006 (DRJ)
	Basic Energy Services LP, LLC	54-2091195	21-90007 (DRJ)
	Taylor Industries, LLC	27-2417037	21-90008 (DRJ)
	SCH Disposal, L.L.C.	75-2788335	21-90009 (DRJ)
	Agua Libre Holdco LLC	84-2223092	21-90010 (DRJ)
	Agua Libre Asset Co LLC	84-2231409	21-90011 (DRJ)
	Agua Libre Midstream LLC	84-2246701	21-90012 (DRJ)
	Basic ESA, Inc.	75-1772279	21-90013 (DRJ)
2. All other names used in the last 8 years	Debtor	Other Name(s)	
	Basic Energy Services, L.P.	N/A	
	Basic Energy Services, Inc.	N/A	
	C&J Well Services, Inc.	C&J Well Services, LLC Nabors Completion & Production Services Co.	
	KVS Transportation, Inc.	N/A	
	Indigo Injection #3, LLC	N/A	
	Basic Energy Services GP, LLC	N/A	
	Basic Energy Services LP, LLC	N/A	
	Taylor Industries, LLC	N/A	

Name

	SCH Disposal, L.L.C.	Acid Services, LLC Admiral Well Service, Inc. Basic Energy Receivables, LLC Basic Marine Services, Inc. BER Holdco, LLC First Energy Services Company Globe Well Service, Inc. JetStar Energy Services, Inc. JetStar Holdings, Inc. JS Acquisition LLC LeBus Oil Field Service Co. Maverick Coil Tubing Services, LLC Maverick Solutions, LLC Maverick Stimulation Company, LLC Maverick Thru-Tubing Services, LLC MCM Holdings, LLC MSM Leasing, LLC Permian Plaza, LLC Platinum Pressure Services, Inc. Robota Energy Equipment, LLC Sledge Drilling Corp. The Maverick Companies, LLC Xterra Fishing & Rental Tools Co.
	Agua Libre Holdco LLC	N/A
	Agua Libre Asset Co LLC	N/A
	Agua Libre Midstream LLC	N/A
	Basic ESA, Inc.	N/A
3. Address	801 Cherry Street, Suite 2100, Fort Worth, Texas 76102	
4. Debtor's attorney Name and address	WEIL, GOTSHAL & MANGES LLP Alfredo R. Pérez Stephanie N. Morrison (<i>pro hac vice</i> pending) 700 Louisiana Street, Suite 1700 Houston, Texas 77002 Telephone: (713) 546-5000 Facsimile: (713) 224-9511 Email: Alfredo.Perez@weil.com Stephanie.Morrison@weil.com - and - WEIL, GOTSHAL & MANGES LLP 767 Fifth Avenue New York, New York 10153 Telephone: (212) 310-8000 Facsimile: (212) 310-8007	Debtors' Claims and Noticing Agent (for Court Documents and Case Information Inquiries): Case website: https://cases.primeclerk.com/BasicEnergy Email Inquiries: basicenergyinfo@primeclerk.com Hotline: US/Canada Toll-Free Number: (877) 329-2031 International Toll Number: +1 (917) 994-8420 If by First-Class Mail, Hand Delivery or Overnight Mail: Basic Energy Services, Inc. Claims Processing Center c/o Prime Clerk LLC 850 Third Avenue, Suite 412 Brooklyn, New York 11232 Or you may file your claim electronically on the case website at https://cases.primeclerk.com/basicenergy
5. Bankruptcy clerk's office Documents in this case may be filed at this address. You may inspect all records filed in this case at this office or online at https://pacer.uscourts.gov	United States Courthouse 515 Rusk Avenue Houston, Texas 77002	Hours: Monday to Friday – 8:30 a.m. to 5:00 p.m. (CT) Telephone: (713) 250-5500

6. Meeting of creditors The Debtors' representative must attend the meeting to be questioned under oath. Creditors may attend, but are not required to do so.	Not scheduled yet.	Location: United States Courthouse Office of the United States Trustee 515 Rusk Avenue, Suite 3401 Houston, Texas 77002
7. Proof of claim deadline	Deadline for filing proof of claim: _____ at _____ (ET)	Not yet set. If a deadline is set, the court will send you another notice.
	<p>A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be obtained at www.uscourts.gov, https://cases.primeclerk.com/BasicEnergy, or any bankruptcy clerk's office.</p> <p>Your claim will be allowed in the amount scheduled unless:</p> <ul style="list-style-type: none"> ■ your claim is designated as <i>disputed</i>, <i>contingent</i>, or <i>unliquidated</i>; ■ you file a proof of claim in a different amount; or ■ you receive another notice. <p>If your claim is not scheduled or if your claim is designated as <i>disputed</i>, <i>contingent</i>, or <i>unliquidated</i>, you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled.</p> <p>You may review the schedules at the bankruptcy clerk's office or online at https://pacer.uscourts.gov or https://cases.primeclerk.com/basicenergy.</p> <p>Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.</p>	
8. Exception to discharge deadline The bankruptcy clerk's office must receive a complaint and any required filing fee by the following deadline.	If § 523(c) applies to your claim and you seek to have it excepted from discharge, you must start a judicial proceeding by filing a complaint by the deadline stated below Deadline for filing the complaint: To Be Determined	
9. Creditors with a foreign address	If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in this case.	
10. Filing a Chapter 11 bankruptcy case	Chapter 11 allows debtors to reorganize or liquidate according to a plan. A plan is not effective unless the court confirms it. You may receive a copy of the plan and a disclosure statement telling you about the plan, and you may have the opportunity to vote on the plan. You will receive notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the property and may continue to operate its business.	
11. Discharge of debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See 11 U.S.C. § 1141(d). A discharge means that creditors may never try to collect the debt from the debtor except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge and § 523(c) applies to your claim, you must start a judicial proceeding by filing a complaint and paying the filing fee in the bankruptcy clerk's office by the deadline.	

If you have questions about this notice, please contact the Debtors' Claims and Noticing Agent, Prime Clerk, LLC at (877) 329-2031 (toll-free), +1 (917) 994-8420 (international), or by email at basicenergyinfo@primeclerk.com.
 You may also find our more information at <https://cases.primeclerk.com/basicenergy>.